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2008 MAY -8 AM 10: 45 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 19b-4(e)

Information Required of a Self-Regulatory Organization Listing and Trading a New Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I

Initial Listing Report

- Name of Self-Regulatory Organization Listing New Derivative Securities Product: The NASDAQ Stock Market LLC (traded pursuant to unlisted trading privileges)
- 2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.): Corporation
- 3. Class of New Derivative Securities Product:

Index Linked Note

4. Name of Underlying Instrument:

Dow Jones Industrial Average

- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based;
 Broad-based
- 6. Ticker Symbol(s) of New Derivative Securities Product:
- 7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:

Listed on: NASDAQ, NYSE

8. Settlement Methodology of New Derivative Securities Product:

Regular way trades settle on T + 3 (cash settled)

Position Limits of New Derivative Securities Product (if applicable):
 N/A

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Part II

Execution

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

Name of Official Responsible for Form:

Michael S. Emen

Title:

Senior Vice President, Listing Qualifications

Telephone Number: **301 978-8020**

Manual Signature of Official Responsible for Form:

Date: May 1, 2008

END

Act Securities Exchange Act of 1934

Section 19b-4
Rule 19b-4(e)

Public
Availability: MAY - 8 2008

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